



# The Atchison, Topeka and Santa Fe Railway Company

A Santa Fe Industries Company

80 East Jackson Boulevard, Chicago, Illinois 60604, Telephone 312/427-4900

November 6, 1978

RECORDATION NO. 7822-A Filed 11/8/78

NOV 8 1978 - 2 10 PM

INTERSTATE COMMERCE COMMISSION

Ms. Nancy L. Wilson  
Acting Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Re: Supplement to Conditional Sale Agreement  
dated as of January 15, 1975

Dear Ms. Wilson:

Enclosed herewith for filing and recording with the Commission in accordance with Section 20c of the Interstate Commerce Act, are two executed counterparts of a Supplement, dated as of October 1, 1978, between The Atchison, Topeka and Santa Fe Railway Company (the "Company") and Metropolitan Life Insurance Company (the "Assignee").

The Supplement was executed in connection with a Conditional Sale Agreement, dated as of January 15, 1975, between the Company and FMC Corporation, and an Agreement and Assignment between FMC Corporation and the Assignee. The Conditional Sale Agreement was filed and recorded with the ICC on February 6, 1975, and was assigned Recordation No. 7822; the Agreement and Assignment was filed and recorded with the Commission on February 10, 1975, and was assigned Recordation No. 7822-A.

The enclosed Supplement constitutes a Statement of New Identifying Numbers, as required by the Conditional Sale Agreement whenever the numbers assigned to any of the equipment are changed.

A check in the amount of \$10.00 is also enclosed in payment of the required recordation fee.

For the convenience of the parties, four additional counterparts are also enclosed, which I should like to have returned to me bearing the recordation information.

The names and addresses of the parties to the Supplement are as follows:

Purchaser:

The Atchison, Topeka and Santa Fe  
Railway Company  
80 East Jackson Boulevard  
Chicago, Illinois 60604

8-312A110

NOV 8 1978

ICC Washington, D. C.

Ms. Nancy L. Wilson  
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Manufacturer:

FMC Corporation  
Marine and Rail Equipment Division  
4700 Northwest Front Street  
P. O. Box 3616  
Portland, Oregon 97208

Assignee:

Metropolitan Life Insurance Company  
One Madison Avenue  
New York, New York 10010

Very truly yours,

*Gus Svolos* JTV

Gus Svolos  
General Counsel

DBC/LBM/jb

Enclosures

CONDITIONAL SALE AGREEMENT

RECORDATION NO. 7822-C Filed 1425

Dated as of January 15, 1975

NOV 8 1978-2 10 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated October 1, 1978, to the Conditional Sale Agreement, dated as of January 15, 1975, between The Atchison, Topeka and Santa Fe Railway Company (the "Purchaser") and FMC Corporation ("Manufacturer") and to the Agreement and Assignment, dated January 15, 1975, between Manufacturer and Metropolitan Life Insurance Company ("Assignee").

1. In accordance with Article 7 of said Agreement, the Purchaser hereby states that certain identifying numbers assigned to the railroad equipment have been changed, as set forth on the Statement of New Identifying Numbers dated October 1, 1978, which is attached hereto and made a part hereof.

2. The Assignee hereby acknowledges receipt of said Statement.


3. In accordance with Article 19 of said Agreement, the Purchaser shall cause this Supplement together with said Statement to be filed and recorded with the Interstate Commerce Commission.

IN WITNESS WHEREOF, the Purchaser and the Assignee have caused the Supplement to be executed by their respective duly authorized officers and have affixed their duly attested corporate seals, as of the date first above written.

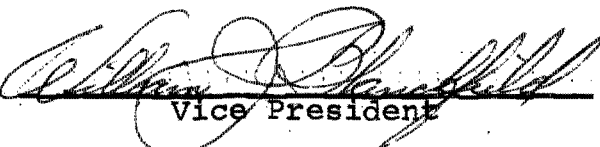
THE ATCHISON, TOPEKA AND SANTA FE  
RAILWAY COMPANY

By   
Vice President-Finance

ATTEST:


  
Assistant Secretary

METROPOLITAN LIFE INSURANCE COMPANY

By   
Vice President

ATTEST:

William J. Blanchfield

  
Assistant Secretary

DANIEL W. ALLEN

October 1, 1978

STATEMENT OF NEW IDENTIFYING NUMBERS  
CONDITIONAL SALE AGREEMENT, DATED AS OF JANUARY 15, 1975

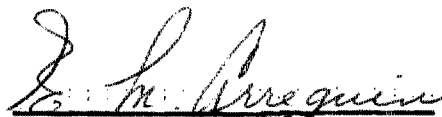
| <u>Number of<br/>Units</u> | <u>Description</u>   | <u>Original Numbers</u>  | <u>New Numbers</u>   |
|----------------------------|--|--|--|
| 96                         | 60'9" 100-ton<br>Box Cars (Series<br>611000-611399)<br>(FMC Corporation,<br>builder) | 611304<br>611305<br>611306<br>611307<br>611308<br>611309<br>611310<br>611311<br>611312<br>611313<br>611314<br>611315<br>611316<br>611317<br>611318<br>611319<br>611320<br>611321<br>611322<br>611323<br>611324<br>611325<br>611326<br>611327<br>611328<br>611329<br>611330<br>611331<br>611332<br>611333<br>611334<br>611335<br>611336<br>611337<br>611338<br>611339<br>611340<br>611341<br>611342<br>611343<br>611344 | 600750<br>600751<br>600752<br>600753<br>600754<br>600755<br>600756<br>600757<br>600758<br>600759<br>600760<br>600761<br>600762<br>600763<br>600764<br>600765<br>600766<br>600767<br>600768<br>600769<br>600770<br>600771<br>600772<br>600773<br>600774<br>600775<br>600776<br>600777<br>600778<br>600779<br>600780<br>600781<br>600782<br>600783<br>600784<br>600785<br>600786<br>600787<br>600788<br>600789<br>600790 |

| <u>Number of<br/>Units</u> | <u>Description</u> | <u>Original Numbers</u> | <u>New Numbers</u> |
|----------------------------|--------------------|-------------------------|--------------------|
|                            |                    | 611345                  | 600791             |
|                            |                    | 611346                  | 600792             |
|                            |                    | 611347                  | 600793             |
|                            |                    | 611348                  | 600794             |
|                            |                    | 611349                  | 600795             |
|                            |                    | 611350                  | 600796             |
|                            |                    | 611351                  | 600797             |
|                            |                    | 611352                  | 600798             |
|                            |                    | 611353                  | 600799             |
|                            |                    | 611354                  | 600800             |
|                            |                    | 611355                  | 600801             |
|                            |                    | 611356                  | 600802             |
|                            |                    | 611357                  | 600803             |
|                            |                    | 611358                  | 600804             |
|                            |                    | 611359                  | 600805             |
|                            |                    | 611360                  | 600806             |
|                            |                    | 611361                  | 600807             |
|                            |                    | 611362                  | 600808             |
|                            |                    | 611363                  | 600809             |
|                            |                    | 611364                  | 600810             |
|                            |                    | 611365                  | 600811             |
|                            |                    | 611366                  | 600812             |
|                            |                    | 611367                  | 600813             |
|                            |                    | 611368                  | 600814             |
|                            |                    | 611369                  | 600815             |
|                            |                    | 611370                  | 600816             |
|                            |                    | 611371                  | 600817             |
|                            |                    | 611372                  | 600818             |
|                            |                    | 611373                  | 600819             |
|                            |                    | 611374                  | 600820             |
|                            |                    | 611375                  | 600821             |
|                            |                    | 611376                  | 600822             |
|                            |                    | 611377                  | 600823             |
|                            |                    | 611378                  | 600824             |
|                            |                    | 611379                  | 600825             |
|                            |                    | 611380                  | 600826             |
|                            |                    | 611381                  | 600827             |
|                            |                    | 611382                  | 600828             |
|                            |                    | 611383                  | 600829             |
|                            |                    | 611384                  | 600830             |
|                            |                    | 611385                  | 600831             |
|                            |                    | 611386                  | 600832             |
|                            |                    | 611387                  | 600833             |
|                            |                    | 611388                  | 600834             |
|                            |                    | 611389                  | 600835             |
|                            |                    | 611390                  | 600836             |
|                            |                    | 611391                  | 600837             |
|                            |                    | 611392                  | 600838             |
|                            |                    | 611393                  | 600839             |

| <u>Number of<br/>Units</u> | <u>Description</u> | <u>Original Numbers</u> | <u>New Numbers</u> |
|----------------------------|--------------------|-------------------------|--------------------|
|                            |                    | 611394                  | 600840             |
|                            |                    | 611395                  | 600841             |
|                            |                    | 611396                  | 600842             |
|                            |                    | 611397                  | 600843             |
|                            |                    | 611398                  | 600844             |
|                            |                    | 611399                  | 600845             |

STATE OF ILLINOIS     )  
                              )  
COUNTY OF C O O K     ) SS

On this 27<sup>th</sup> day of October 1978, before me personally appeared R. W. Harper, to me personally known, who, being by me duly sworn, says that he is Vice President-Finance of THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


  
Notary Public

(Notarial Seal)

My Commission Expires FEBRUARY 2, 1981

STATE OF NEW YORK     )  
                              )  
COUNTY OF NEW YORK     ) SS

On this 1<sup>st</sup> day of November 1978, before me personally appeared William J. Blanchfield, to me personally known, who being by me duly sworn, says that he is Vice-President of METROPOLITAN LIFE INSURANCE COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

(Notarial Seal)

My Commission Expires

WILLIAM F. LYONS  
NOTARY PUBLIC, State of New York  
No. 41-2441150 Qual. in Queens Co.  
Certificate filed in New York County  
Commission Expires March 30, 1979